

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF NEW YORK

Case number (if known) Chapter 7

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	QUARTERS Properties USA, Inc.	
2. All other names debtor used in the last 8 years Include any assumed names, trade names and doing business as names	FKA Medici Living, Inc.	
3. Debtor's federal Employer Identification Number (EIN)	46-1715434	
4. Debtor's address	Principal place of business 1261 Broadway, Suite 405 New York, NY 10001 Number, Street, City, State & ZIP Code New York County	Mailing address, if different from principal place of business P.O. Box, Number, Street, City, State & ZIP Code Location of principal assets, if different from principal place of business Number, Street, City, State & ZIP Code
5. Debtor's website (URL)	https://quarters.com	
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify: _____	

Debtor **QUARTERS Properties USA, Inc.**
Name

Case number (if known)

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
 See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☒ Chapter 7
☐ Chapter 9
☐ Chapter 11. Check all that apply:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.
☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐ No
☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	See Attachment	Relationship	_____
District	_____	When	_____
		Case number, if known	_____

Debtor **QUARTERS Properties USA, Inc.** Case number (if known) _____
Name

11. Why is the case filed in this district? *Check all that apply:*

☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other _____

Where is the property? _____
Number, Street, City, State & ZIP Code

Is the property insured?

☐ No

☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds *Check one:*

☐ Funds will be available for distribution to unsecured creditors.

☒ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

<input type="checkbox"/> 1-49	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 25,001-50,000
<input type="checkbox"/> 50-99	<input type="checkbox"/> 5001-10,000	<input type="checkbox"/> 50,001-100,000
<input checked="" type="checkbox"/> 100-199	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> More than 100,000
<input type="checkbox"/> 200-999		

15. Estimated Assets

<input checked="" type="checkbox"/> \$0 - \$50,000	<input type="checkbox"/> \$1,000,001 - \$10 million	<input type="checkbox"/> \$500,000,001 - \$1 billion
<input type="checkbox"/> \$50,001 - \$100,000	<input type="checkbox"/> \$10,000,001 - \$50 million	<input type="checkbox"/> \$1,000,000,001 - \$10 billion
<input type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million	<input type="checkbox"/> \$10,000,000,001 - \$50 billion
<input type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$100,000,001 - \$500 million	<input type="checkbox"/> More than \$50 billion

16. Estimated liabilities

<input type="checkbox"/> \$0 - \$50,000	<input type="checkbox"/> \$1,000,001 - \$10 million	<input type="checkbox"/> \$500,000,001 - \$1 billion
<input type="checkbox"/> \$50,001 - \$100,000	<input type="checkbox"/> \$10,000,001 - \$50 million	<input type="checkbox"/> \$1,000,000,001 - \$10 billion
<input checked="" type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million	<input type="checkbox"/> \$10,000,000,001 - \$50 billion
<input type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$100,000,001 - \$500 million	<input type="checkbox"/> More than \$50 billion

Debtor **QUARTERS Properties USA, Inc.**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **January 15, 2021**
MM / DD / YYYY

X /s/ Rui Barros

Signature of authorized representative of debtor

Rui Barros

Printed name

Title **President and Chief Executive Officer**

18. Signature of attorney

X /s/ David S. Catuogno

Signature of attorney for debtor

Date **January 15, 2021**

MM / DD / YYYY

David S. Catuogno DSC-1397

Printed name

K&L Gates LLP

Firm name

**One Newark Center
10th Floor
Newark, NJ 07102**

Number, Street, City, State & ZIP Code

Contact phone **973-848-4023**

Email address **david.catuogno@klgates.com**

NJ 040511990 & SDNY DC1397 NY

Bar number and State

Debtor **QUARTERS Properties USA, Inc.**
Name

Case number (if known)

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF NEW YORK

Case number (if known)

Chapter **7**

☐ Check if this an amended filing

FORM 201. VOLUNTARY PETITION
Pending Bankruptcy Cases Attachment

Debtor	Medici 1150 N. American Street LLC	Relationship to you	Affiliates
District	Southern District of New York	When	
Case number, if known			
Debtor	Medici 171 N. Aberdeen LLC	Relationship to you	Affiliate
District	Southern District of New York	When	
Case number, if known			
Debtor	Medici 186 N. 6th LLC	Relationship to you	Affiliate
District	Southern District of New York	When	
Case number, if known			
Debtor	Medici 251 Dekalb LLC	Relationship to you	Affiliate
District	Southern District of New York	When	
Case number, if known			
Debtor	Medici 320 Florida LLC	Relationship to you	Affiliate
District	Southern District of New York	When	
Case number, if known			
Debtor	Medici 326 Grand LLC	Relationship to you	Affiliate
District	Southern District of New York	When	
Case number, if known			
Debtor	Medici 629 E. 5th LLC	Relationship to you	Affiliate
District	Southern District of New York	When	
Case number, if known			
Debtor	Medici 890-911 Jefferson Avenue LLC	Relationship to you	Affiliate
District	Southern District of New York	When	
Case number, if known			
Debtor	Quarter Services USA, LLC, f/k/a Medici Living Services US LLC	Relationship to you	Affiliate
District	Southern District of New York	When	
Case number, if known			

CERTIFICATE OF CORPORATE RESOLUTION OF
Quarters Properties USA, Inc.
(a Delaware Corporation)

January 15, 2021

THE UNDERSIGNED, being the sole member of the Board of Directors (the “Director”) of Quarters Properties USA, Inc., a Delaware Corporation (the “Corporation”), acting pursuant to Section 141(f) of the Delaware General Corporation Law and the bylaws of the Corporation, hereby waives the calling or holding of a meeting of the board of directors, consents to the following action and to the adoption of the following resolutions:

WHEREAS, the Director of the Corporation has reviewed the materials presented by the management and the advisors of the Corporation regarding the liabilities and liquidity situation of the Corporation, the strategic alternatives available to it, and the impact of the foregoing on the Corporation’s business;

WHEREAS, the Director of the Corporation has had the opportunity to consult with the management and the advisors of the Corporation and fully consider each of the strategic alternatives available to the Corporation;

RESOLVED, that in the judgment of the Director of the Corporation, it is desirable and in the best interests of the Corporation, its creditors and other parties in interest, that the Corporation file or cause to be filed a voluntary petition under the provisions of chapter 7 of the Bankruptcy Code, 11 U.S.C. §§ 101, et seq. (the “Bankruptcy Code”); and

RESOLVED, that any of the President, the Chief Financial Officer, and such other officers as may be designated by the President of the Corporation (collectively, the “Authorized Officers”), acting alone or with one or more other Authorized Officers be, and they hereby are, authorized and empowered to execute and file on behalf of the Corporation all petitions, schedules, lists, motions, applications, pleadings and other papers or documents as necessary to commence the case and obtain relief under chapter 7 of the Bankruptcy Code, and to take any and all further acts and deeds that they deem necessary, proper and desirable in connection with the chapter 7 case, with a view to the successful prosecution of such case; and

RESOLVED, that the Authorized Officers be, and they hereby are, authorized and directed to employ the law firm of K&L Gates LLP as general bankruptcy counsel to represent and assist the Corporation in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Corporation’s rights and obligations, including filing any pleadings; and in connection therewith, the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon filing of the chapter 7 case and cause to be filed an appropriate application for authority to retain the services of K&L Gates LLP; and

RESOLVED, that the Authorized Officers be, and they hereby are, authorized and directed to employ any other professionals to assist the Corporation in carrying out its duties under the

Bankruptcy Code; and in connection therewith, the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to or immediately upon the filing of the chapter 7 case and cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary; and

RESOLVED, that all of the acts and transactions relating to matters contemplated by the foregoing resolutions of the Director of the Corporation, in the name and on behalf of the Corporation, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to the execution of these resolutions, are hereby in all respects confirmed, approved and ratified.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Corporate Resolution as of the date first written above.

/s/ Rui Barros

Name: Rui Barros

Title: President, Chief Executive Officer, and
Sole Director

1255-1261 BROADWAY LLC
DBA1255 CO. C/O KOEPPPELL ROSEN
40 EAST 69TH STREET
NEW YORK, NY 10021

320 FLORIDA OWNER, LLC
119 WASHINGTON AVENUE, STE 502
ATTN.: VINCE MARINO
MIAMI BEACH, FL 33139

AKERMAN LLP
520 MADISON AVENUE
20TH FLOOR
NEW YORK, NY 10022

ASSURANCE
A MARSH & MCLENNAN AGENCY LLC
111 N. CANAL STREET, SUITE 550
CHICAGO, IL 60606

BUTTERFLYMX
127 W. 26TH STREET, 9TH FLOOR
NEW YORK, NY 10001

CROWN RETAIL SERVICES LLC
767 FIFTH AVENUE, 24TH FLOOR
NEW YORK, NY 10153

GENERAL STAR INDEMNITY COMPANY
120 LONG RIDGE ROAD
STAMFORD, CT 06902

GREAT AMERICAN INS. CO.
301 E. 4TH STREET
CINCINNATI, OH 45202

GREG GOULD
50 SOUTH POINTE DRIVE
LOFT 6
MIAMI BEACH, FL 33139

HELLORENTED
311 WEST 43RD STREET
NEW YORK, NY 10036

ICEBERG MANAGEMENT LLC
3411 SILVERSIDE ROAD
TATNALL BUILDING 104
WILMINGTON, DE 19810

INDEMNITY INS. CO. OF NA
436 WALNUT STREET
PHILADELPHIA, PA 19106

LOGISTICS PLUS, INC.
1406 PEACH STREET
ERIE, PA 16501

MCAP 629 E5TH STREET LLC
C/O MORGENSTERN CAPITAL
401 PARK AVENUE S, 10TH FLOOR
NEW YORK, NY 10016

NATIONWIDE MANAGEMENT LIAB.
7 WORLD TRADE CENTER, 37TH FLO
250 GREENWICH STREET
NEW YORK, NY 10007

NORTH AMERICAN SPECIALTY INS.
650 ELM STREET #600
MANCHESTER, NH 03101

NORTHEAST BANK
200 BERKELEY STREET, 17TH FLR
BOSTON, MA 02116

NORTHFIELD INSURANCE COMPANY
385 WASHINGTON STREET
MAIL CODE 9275 SB03N
SAINT PAUL, MN 55102

QUARTERS HOLDING GMBH
PART OF QUARTERS CO-LIVING GRP
ZOSSENER STRABE
55 10961 BERLIN

RID IT EXTERMINATORS
40 RICHFIELD AVENUE
YONKERS, NY 10704

ROBERT CONDON
1252 REEDER CIRCLE NE
ATLANTA, GA 30306

SCOTTSDALE INS. CO.
ONE NATIONWIDE PLAZA
COLUMBUS, OH 43215

SCOTTSDALE INS. CO.
8877 NORTH GAINES CENTER DRIVE
SCOTTSDALE, AZ 85258

SILICON VALLEY BANK
3003 TASMAN DRIVE
2ND FLOOR, MAIL SORT HF210
SANTA CLARA, CA 95054

SWISS REINSURANCE AMERICAN COR
175 KING STREET
ARMONK, NY 10504

TANNENBAUM HELPERN SYRACUSE &
HIRSCHTRITT LLP
900 THIRD AVENUE
NEW YORK, NY 10022

THOMSON REUTERS - WEST
610 OPPERMAN DRIVE
SAINT PAUL, MN 55123

W5 GROUP LLC
119 WASHINGTON AVENUE
SUITE 502
MIAMI BEACH, FL 33139

WESTPORT INS. CORP.
5200 METCALF AVENUE
MISSION, KS 66202

YARDI MATRIX
430 S. FAIRVIEW AVENUE
GOLETA, CA 93117

YORK INTERNATIONAL AGENCY LLC
500 MAMARONECK AVENUE
SUITE 220
HARRISON, NY 10528

ZURICH AMERICAN INS. CO.
1299 ZURICH WAY
SCHAUMBURG, IL 60196

**United States Bankruptcy Court
Southern District of New York**

In re **QUARTERS Properties USA, Inc.**

Debtor(s)

Case No.

Chapter

7

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **QUARTERS Properties USA, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Quarters Holding GmbH

☐ None [*Check if applicable*]

January 15, 2021

Date

/s/ David S. Catuogno

David S. Catuogno DSC-1397

Signature of Attorney or Litigant

Counsel for **QUARTERS Properties USA, Inc.**

K&L Gates LLP

One Newark Center

10th Floor

Newark, NJ 07102

973-848-4023 Fax:973-848-4001

david.catuogno@klgates.com